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capacity as Tranche C Lender***

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

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	:	<b>Case No. 05-44481 (RDD)</b>
<b>In re:</b>	:	<b>Chapter 11</b>
DELPHI CORPORATION, <u>et al.</u>	:	<b>(Jointly Administered)</b>
<b>Debtors.</b>	:	
	:	

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**CERTIFICATE OF SERVICE**

I, Jeffrey Cohen certify and swear:

On the 19<sup>th</sup> day of November, 2008, I caused to be served true copies of the *Objection By Greywolf Capital Management, LP To Debtors' Expedited Motion For Order (I) Supplementing January 5, 2007 DIP Refinancing Order (Docket No. 6461) And Authorizing Debtors To Enter Into And Implement Accommodation Agreement With Agent and Participating Lenders And (II) Authorizing Debtors To (A) Enter Into Related Documents And (B) Pay Fees In Connection Therewith* via overnight courier upon the parties listed on Exhibit "A" annexed hereto.

/s/ Jeffrey Cohen

Jeffrey Cohen